

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
)	Case No. 24-11967 (JKS)
BIG LOTS, INC., <i>et al.</i> ,)	
Debtors. ¹)	(Jointly Administered)
)	
)	Re: Docket No. 552

**CERTIFICATION OF COUNSEL REGARDING
APPLICATION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF
BIG LOTS, INC., *ET AL.*, TO RETAIN AND EMPLOY MCDERMOTT WILL &
EMERY LLP AS COUNSEL, EFFECTIVE AS OF SEPTEMBER 24, 2024**

The undersigned proposed counsel to the Official Committee of Unsecured Creditors (the “Committee”) of Big Lots, Inc. and certain of its affiliates, the debtors and debtors-in-possession in the above-captioned cases, hereby certifies as follows:

1. On October 18, 2024, the *Application of the Official Committee of Unsecured Creditors of Big Lots Inc., et al., to Retain and Employ McDermott Will & Emery LLP as Counsel, Effective as of September 24, 2024* [Docket No. 552] (the “Application”) was filed with the United States Bankruptcy Court for the District of Delaware (the “Court”). Attached thereto as Exhibit A was a proposed form of order granting the relief requested in the Application (the “Proposed Order”).

2. Pursuant to the *Notice of Application of the Official Committee of Unsecured Creditors of Big Lots Inc., et al., to Retain and Employ McDermott Will & Emery LLP as Counsel,*

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

Effective as of September 24, 2024, objections or responses to the Application and entry of the Proposed Order were to be filed and served on the undersigned proposed counsel by November 1, 2024, at 4:00 p.m. (prevailing Eastern Time), which was extended until November 5, 2024, at 4:00 p.m. (prevailing Eastern Time) for the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) (the “Objection Deadline”).

3. Prior to the Objection Deadline, the Committee received informal comments to the Application and Proposed Order from the U.S. Trustee.

4. The Committee has not received any objections or other informal comments to the Application and Proposed Order.

5. The Committee revised the Proposed Order to address the informal comments received from the U.S. Trustee, and the parties agreed to a revised Proposed Order, a copy of which is attached hereto as **Exhibit 1** (the “Revised Proposed Order”). The U.S. Trustee does not object to entry of the Revised Proposed Order.

6. A blackline comparing the Revised Proposed Order against the Proposed Order filed with the Application is attached hereto as **Exhibit 2**.

7. The Committee respectfully requests that the Court enter the Revised Proposed Order at its earliest convenience.

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Dated: November 8, 2024
Wilmington, Delaware

COLE SCHOTZ P.C.

/s/ Justin R. Alberto

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*Proposed Counsel to the Official Committee of
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